MICROSOFT PROPOSAL

April 7, 2002

As the U.S. Department of Commerce moves forward with shrinking budgets, re-appropriated funding, and reduced staff having to perform at the highest level it is important to seek programs that provide business values and financial benefit for its member Bureaus, Administrations and Agencies (herein called agencies). As a result of discussions with the majority of your agencies it is clear a program providing the ability to flat line an organization's operational budget and eliminate the peaks and valleys associated with technology funding would be beneficial.

These discussions led to our exploring ideas on how Microsoft can assist in making it more efficient and economical for the Department of Commerce's agencies to acquire our products and services. Taking into account these discussions and understanding the difficulties in obtaining total agreement from such a diverse organization that would drive a Department-wide enrollment, Microsoft is pleased to provide the National Ocean Service of the Department of Commerce a volume licensing program.

This program provides a volume discount by recognizing the agencies as a collective buying organization with a combined total number of desktops. With the combined volume, this enables us to extend a volume discount that would not otherwise be available to the individual agency. The details of the program offering are described below.

The offerings of this program were determined by the mix of products each agency indicated they owned and that created the most economical and technological benefit over time.

Program Offering:

Microsoft will offer a special volume discount that is limited to the following 2 enterprise license agreements with an option to add the MS Press Learning Library Desktop Edition, also available at a special offering:

- A) 3-product desktop enterprise license agreement with CORE CAL that includes:
- 1. Operating System Upgrade
- 2. Office Professional
- 3. Core CAL (Client Access License)

Provides product upgrades and updates to all 3 products for 3 years (or term of agreement)

- B) 3-product desktop enterprise with Windows CAL license agreement that includes:
- 1. Operating System Upgrade
- 2. Office Professional
- 3. Windows CAL (Client Access License for Windows Server)

Provides product upgrades and updates to both products and Windows CALs for 3 years (or term of agreement)

OPTIONAL Add-on:

Enterprise licensing for the Microsoft Enterprise Learning Library Desktop Edition. This is an electronic comprehensive library with high-quality Microsoft Office and Windows training and reference resources from MS Press http://www.microsoft.com/mspress/business/mell/desktop/).

Each U.S. Department of Commerce agency (as identified in Attachment A) will be able to have its own agreement with their preferred reseller that reflects their own product mix, term of agreement and payment terms. Additional Microsoft desktop products (Project, Visio, MapPoint, etc.) and server products (Windows 2000, Exchange Server, SQL Server, SharePoint, etc.) may be added to each agency agreement, but the special

volume discount will apply only to the product offerings described above (A & B) and the MS Press offering. By using the additional products sections Server product payments can be annualized similar to the desktop part of the Enterprise Agreement.

Qualifications:

In order to qualify for this special volume discount offering, the agency must:

- · Be a Bureau, Administration or Agency of the U.S. Department of Commerce (listed on attachment A); and
- · Qualified desktops must have one of the following existing operating systems: Windows 95, Windows 98, Windows NT Workstation, or Windows 2000 Professional.
- · Office for the MAC qualifies for inclusion in the desktop offering.

Time-Limited Offering:

This volume discount offering will be made available to the U.S. Department of Commerce effective immediately and up until July 20, 2002.

Purchase of the 3-product (full platform) Enterprise Agreement (Option A above) includes the Core CAL (client access licenses for Windows, Exchange, SMS and SharePoint servers). Although not part of the volume discount offering, please note that the BackOffice Server product is no longer available. The component servers of BackOffice Server (Windows, Exchange, SQL, SMS, HIS) are available for purchase as individual servers.

Next Steps:

We recommend the following steps be taken by any member Bureaus, Administrations and Agencies of the U.S. Department of Commerce if they are interested in this offering:

- 1) Choose one of the 2 options described above, A or B;
- 2) Contact a Microsoft Large Account Reseller or qualified Microsoft GSA Schedule Holder to facilitate the purchase of the special program offering (list of qualified GSA resellers can be found at http://www.microsoft.com/business/solutions/gov/us/govgsa.asp);
- 3) Determine if additional products are desired or requested to be part of the agreement;
- 4) Request the preferred reseller to contact either Greg Jaeger, email gregj@microsoft.com, at (202) 274-1493 or Todd Trader, email ttrader@microsoft.com at (800) 426-9400 ext 11259 to request additional program information;

Questions:

Please feel free to contact either Greg Jaeger at (202) 274-1493 or Todd Trader at (800) 426-9400 ext 11259 for any questions or to request additional information.